

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

FRANK QUAGLIA,

Plaintiff,

v.

BRAVO NETWORKS, NATIONAL  
BROADCASTING COMPANY, INC.,  
doing business as NBC, RAINBOW  
PROGRAMMING HOLDINGS, INC.  
and DOES 1-10,

Defendants.

Civil Action No. 0410460 GAO

**AFFIDAVIT OF  
TODD SAYPOFF  
IN OPPOSITION TO  
PLAINTIFF'S MOTION  
TO COMPEL**

STATE OF NEW YORK )  
 )  
 )ss.  
COUNTY OF NEW YORK )

TODD SAYPOFF, being duly sworn, deposes and says:

1. I am employed by NBC Universal, Inc. ("NBC"), as Chief Financial Officer of its Bravo and Trio cable channels. I make this affidavit in that capacity, in opposition to Plaintiff's motion to compel production of documents and information.

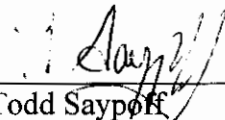
2. By way of background, it is important to note that NBC acquired Bravo from defendant Rainbow Media in December 2002, after the first season of *The It Factor* had already aired in early 2002, and just prior to the airing of the second and final season of the series in early 2003. To the best of my knowledge and belief, in the process of ownership transfer NBC received extremely little in the way of historical financial information regarding specific Bravo programs.

3. Bravo and NBC do not have documents or information responsive to Plaintiff's various discovery requests seeking "profit and loss" and/or "net profits" documents and information. Bravo does not maintain records that would identify net profits on a program-by-program basis for any Bravo programming. My department and I do not have any profit or loss statements, net profit (or loss) analyses, audits or audit work papers relating to *The It Factor* either pre-dating NBC's acquisition of Bravo or from the period following that acquisition.

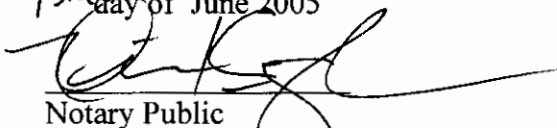
4. The only financial data specifically associated with *The It Factor* that I was able to locate in response to Plaintiff's discovery requests, through NBC's advertising sales finance group, relates to certain gross advertising revenues for the period *following* NBC's acquisition (i.e. 2003 to the present), with the exception of a small amount of revenue relating to a "sneak preview" for *The It Factor* that apparently occurred in the third quarter of 2001 and was in our computer database. At my request, whatever advertising revenue we were able to locate that was identifiable to *The It Factor* was extracted from our computer database and placed on a schedule that is annexed hereto as Exhibit A, which to my understanding was produced to Plaintiff in discovery.

5. It is important to note that this schedule reflects gross revenues, before deduction of the 15% agency commission allowance, booked on account of advertising sales for *The It Factor* following the acquisition of Bravo by NBC, based on data extracted from Bravo's computer records. NBC thus actually received net revenue that was 15% less than the figures on this schedule. This schedule does not include revenue from ads that may have been inserted within particular episodes of *The It Factor* based on "run of schedule" sales (in which an advertiser purchases advertising time on a non-

show-specific basis), or similarly non-show-specific “direct response” sales bookings, as to which NBC’s and Bravo’s present financial records do not permit isolation.

  
\_\_\_\_\_  
Todd Saypoff

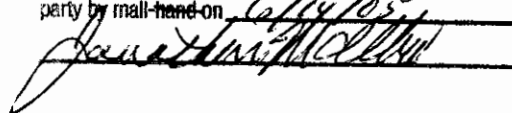
Sworn to before me this  
13<sup>th</sup> day of June 2005

  
\_\_\_\_\_  
Notary Public

WILLIAM V. KNIGHT III  
NOTARY PUBLIC, State of New York  
No. 01KN5072292  
Qualified in New York County  
Commission Expires Jan. 27, 2007

**CERTIFICATE OF SERVICE**

I hereby certify that a true copy of the above document  
was served upon the attorney of record for each other  
party by mail-hand on 6/14/05

  
\_\_\_\_\_  
Janet Smith



PROGRAM REVENUE REPORT  
12/30/1996-12/26/2004  
1Q 1997-4Q 2004

Division: All  
Calendar: Standard Broadcast  
Inv. Type: National  
Equivalent To: 30 seconds  
Corporate Demo: HH  
Product Category: None  
Realistic Percentage: 100%

Daypart/Selling Title	Days/Times	Quarter	NR			BOOKED						PENDING					
			Capacity	Avails	% Committed	Units	Avg Impe	Total Impe	Unit Rate	CPM	Dollars	Units	Avg Impe	Total Impe	Unit Rate	CPM	Dollars
WEEKEND DAY																	
It Factor Marathon 05 Su 12:30-7 PM	1Q 2003		130	36	72.4%	2.0	186	371	\$722	\$3.89	\$1,444	0.0	0	0	\$0	\$0.00	\$0
Total						2.0	186	371	\$722	\$3.89	\$1,444	0.0	0	0	\$0	\$0.00	\$0
WEEKEND DAY Totals																	
	1Q 1997					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	2Q 1997					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	3Q 1997					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	4Q 1997					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	1Q 1998					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	2Q 1998					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	3Q 1998					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	4Q 1998					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	1Q 1999					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	2Q 1999					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	3Q 1999					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	4Q 1999					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	1Q 2000					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	2Q 2000					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	3Q 2000					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	4Q 2000					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	1Q 2001					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	2Q 2001					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	3Q 2001					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	4Q 2001					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	1Q 2002					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	2Q 2002					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	3Q 2002					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	4Q 2002					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	1Q 2003					2.0	186	371	\$722	\$3.89	\$1,444	0.0	0	0	\$0	\$0.00	\$0
	2Q 2003					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	3Q 2003					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	4Q 2003					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	1Q 2004					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	2Q 2004					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	3Q 2004					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	4Q 2004					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
Total						2.0	186	371	\$722	\$3.89	\$1,444	0.0	0	0	\$0	\$0.00	\$0
PRIME																	
It Factor Sneak Previ Su 9-10 PM	3Q 2001		0	0	0.0%	5.0	239	1,195	\$1,432	\$5.99	\$7,159	0.0	0	0	\$0	\$0.00	\$0
Total						5.0	239	1,195	\$1,432	\$5.99	\$7,159	0.0	0	0	\$0	\$0.00	\$0
It Factor 03	M 9:30-10 PM	1Q 2003	105	17	83.8%	80.5	252	20,274	\$1,361	\$5.40	\$109,537	0.0	0	0	\$0	\$0.00	\$0
		2Q 2003	11	2	85.7%	7.0	256	1,792	\$1,462	\$5.71	\$10,235	0.0	0	0	\$0	\$0.00	\$0
Total						87.5	252	22,066	\$1,369	\$5.43	\$119,772	0.0	0	0	\$0	\$0.00	\$0
It Factor Premiere	M 9:30-10:30	1Q 2003	20	7	65.0%	13.0	252	3,276	\$1,576	\$6.25	\$20,484	0.0	0	0	\$0	\$0.00	\$0
Total						13.0	252	3,276	\$1,576	\$6.25	\$20,484	0.0	0	0	\$0	\$0.00	\$0
It Factor 03	M 10-11 PM	2Q 2003	63	30	52.4%	29.0	251	7,283	\$1,579	\$6.29	\$45,790	0.0	0	0	\$0	\$0.00	\$0
Total						29.0	251	7,283	\$1,579	\$6.29	\$45,790	0.0	0	0	\$0	\$0.00	\$0
It Factor 03	M 11 PM-12 A	2Q 2003	147	58	60.9%	86.5	260	22,514	\$1,650	\$6.34	\$142,694	0.0	0	0	\$0	\$0.00	\$0
		3Q 2003	21	16	23.8%	4.0	196	783	\$1,198	\$6.12	\$4,792	0.0	0	0	\$0	\$0.00	\$0
Total						90.5	257	23,297	\$1,630	\$6.33	\$147,486	0.0	0	0	\$0	\$0.00	\$0
PRIME Totals																	
	1Q 1997					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	2Q 1997					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	3Q 1997					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	4Q 1997					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	1Q 1998					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	2Q 1998					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	3Q 1998					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	4Q 1998					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	1Q 1999					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	2Q 1999					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	3Q 1999					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	4Q 1999					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	1Q 2000					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	2Q 2000					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	3Q 2000					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	4Q 2000					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	1Q 2001					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
	2Q 2001					0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0

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**PROGRAM REVENUE REPORT**  
12/30/1996-12/26/2004  
1Q 1997-4Q 2004

Division: All  
Calendar: Standard Broadcast  
Inv. Type: National  
Equalized To: 30 seconds  
Corporate Demo: HH  
Product Category: None  
Realistic Percentage: 100%

Daypart/Selling Title	Days/Times	Quarter	NR			BOOKED						PENDING					
			Capacity	Avails	% Committed	Units	Avg Imps	Total Imps	Unit Rate	CPM	Dollars	Units	Avg Imps	Total Imps	Unit Rate	CPM	Dollars
		3Q 2001				5.0	239	1,195	\$1,432	\$5.99	\$7,168	0.0	0	0	\$0	\$0.00	\$0
		4Q 2001				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		1Q 2002				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		2Q 2002				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		3Q 2002				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		4Q 2002				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		1Q 2003				93.5	252	23,550	\$1,391	\$5.52	\$130,021	0.0	0	0	\$0	\$0.00	\$0
		2Q 2003				122.5	258	31,589	\$1,622	\$6.29	\$198,719	0.0	0	0	\$0	\$0.00	\$0
		3Q 2003				4.0	196	783	\$1,198	\$6.12	\$4,792	0.0	0	0	\$0	\$0.00	\$0
		4Q 2003				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		1Q 2004				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		2Q 2004				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		3Q 2004				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		4Q 2004				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		<b>Total</b>				<b>228.0</b>	<b>254</b>	<b>87,117</b>	<b>\$1,514</b>	<b>\$6.98</b>	<b>\$348,891</b>	<b>0.0</b>	<b>0</b>	<b>0</b>	<b>\$0</b>	<b>\$0.00</b>	<b>\$0</b>
<b>LATE NIGHT</b>																	
It Factor Sneak Previ	Su 1-2 AM	3Q 2001	0	0	0.0%	5.0	127	635	\$698	\$5.50	\$3,492	0.0	0	0	\$0	\$0.00	\$0
	<b>Total</b>					<b>5.0</b>	<b>127</b>	<b>635</b>	<b>\$698</b>	<b>\$5.50</b>	<b>\$3,492</b>	<b>0.0</b>	<b>0</b>	<b>0</b>	<b>\$0</b>	<b>\$0.00</b>	<b>\$0</b>
It Factor Premiere	M 1-2 AM	1Q 2003	20	8	60.0%	12.0	240	2,880	\$1,315	\$5.48	\$15,778	0.0	0	0	\$0	\$0.00	\$0
	<b>Total</b>					<b>12.0</b>	<b>240</b>	<b>2,880</b>	<b>\$1,315</b>	<b>\$5.48</b>	<b>\$15,778</b>	<b>0.0</b>	<b>0</b>	<b>0</b>	<b>\$0</b>	<b>\$0.00</b>	<b>\$0</b>
It Factor D3	M 12:30-1 AM	1Q 2003	105	12	89.0%	86.0	240	20,640	\$1,168	\$4.87	\$100,469	0.0	0	0	\$0	\$0.00	\$0
	<b>Total</b>	2Q 2003	11	-3	128.6%	7.0	245	1,715	\$1,362	\$5.56	\$9,534	0.0	0	0	\$0	\$0.00	\$0
		<b>Total</b>				<b>93.0</b>	<b>240</b>	<b>22,355</b>	<b>\$1,183</b>	<b>\$4.92</b>	<b>\$110,003</b>	<b>0.0</b>	<b>0</b>	<b>0</b>	<b>\$0</b>	<b>\$0.00</b>	<b>\$0</b>
It Factor D3	M 1-2 AM	2Q 2003	210	118	44.0%	91.0	244	22,166	\$1,344	\$5.52	\$122,312	0.0	0	0	\$0	\$0.00	\$0
	<b>Total</b>					<b>91.0</b>	<b>244</b>	<b>22,166</b>	<b>\$1,344</b>	<b>\$5.52</b>	<b>\$122,312</b>	<b>0.0</b>	<b>0</b>	<b>0</b>	<b>\$0</b>	<b>\$0.00</b>	<b>\$0</b>
<b>LATE NIGHT Totals</b>																	
		1Q 1997				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		2Q 1997				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		3Q 1997				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		4Q 1997				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		1Q 1998				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		2Q 1998				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		3Q 1998				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		4Q 1998				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		1Q 1999				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		2Q 1999				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		3Q 1999				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		4Q 1999				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		1Q 2000				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		2Q 2000				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		3Q 2000				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		4Q 2000				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		1Q 2001				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		2Q 2001				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		3Q 2001				5.0	127	635	\$698	\$5.50	\$3,492	0.0	0	0	\$0	\$0.00	\$0
		4Q 2001				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		1Q 2002				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		2Q 2002				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		3Q 2002				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		4Q 2002				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		1Q 2003				98.0	240	23,520	\$1,188	\$4.94	\$116,247	0.0	0	0	\$0	\$0.00	\$0
		2Q 2003				98.0	244	23,881	\$1,345	\$5.52	\$131,848	0.0	0	0	\$0	\$0.00	\$0
		3Q 2003				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		4Q 2003				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		1Q 2004				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		2Q 2004				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		3Q 2004				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		4Q 2004				0.0	0	0	\$0	\$0.00	\$0	0.0	0	0	\$0	\$0.00	\$0
		<b>Total</b>				<b>291.0</b>	<b>238</b>	<b>48,038</b>	<b>\$1,252</b>	<b>\$5.34</b>	<b>\$251,585</b>	<b>0.0</b>	<b>0</b>	<b>0</b>	<b>\$0</b>	<b>\$0.00</b>	<b>\$0</b>
<b>GRAND TOTALS</b>																	
						<b>428.0</b>	<b>247</b>	<b>105,634</b>	<b>\$1,387</b>	<b>\$6.63</b>	<b>\$598,720</b>	<b>0.0</b>	<b>0</b>	<b>0</b>	<b>\$0</b>	<b>\$0.00</b>	<b>\$0</b>

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